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Proposed Counsel to the Debtors
and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - X
:
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08- ____ (____)
et al., :
:
Debtors. : Jointly Administered
:
- - - - - X

**ORDER DIRECTING JOINT ADMINISTRATION PURSUANT TO
BANKRUPTCY CODE SECTION 302 AND BANKRUPTCY RULE 1015(B)
AND WAIVING REQUIREMENTS OF BANKRUPTCY CODE SECTIONS 105
AND 342(C)(1) AND BANKRUPTCY RULES 1005 AND 2002(N)**

Upon the motion (the "Motion")¹ of the Debtors
for an order, pursuant to Bankruptcy Code sections 105,

¹ Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Motion related hereto.

302 and 342(c)(1) and Bankruptcy Rule 1015(b) directing joint administration of these cases and administratively consolidating the respective chapter 11 cases of each Debtor for procedural purposes only and waiving the requirement that the Debtors' captions list the Debtors' tax identification numbers and addresses; and the Court having reviewed the Motion and the Besanko Declaration; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Motion is GRANTED.
2. Each of the above-captioned chapter 11 cases of the Debtors be, and hereby is, jointly administered by the Court.

3. The caption of the jointly administered cases shall read as follows:

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Richmond Division

- - - - -	x
	: Chapter 11
In re:	:
	: Case No. 08-____ (____)
CIRCUIT CITY STORES, INC.,	:
<u>et al.</u> ,	:
	: Jointly Administered
Debtors.	:
	:
- - - - -	x

4. Each motion, application and notice shall be captioned as indicated in the preceding decretal paragraph and all original docket entries shall be made in the case of Circuit City Stores, Inc., Case No. 08-____ (____).

5. The requirements that each of the Debtors' addresses and taxpayer identification number be contained in the caption is hereby waived.

6. A docket entry shall be made in each of the Debtors' cases substantially as follows:

An order has been entered in this case directing the joint administration of the chapter 11 cases of Circuit City Stores, Inc., its subsidiaries and affiliates and the docket

in case no. 08-____ (____), should be consulted for all matters affecting this case.

7. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

8. This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: Richmond, Virginia
November 10, 2008

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley
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and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

I hereby certify that notice of the Debtors' intent to seek entry of the foregoing proposed order was provided to the parties identified in the Motion and copy of this proposed order was provided to the Office of the United States Trustee for the Eastern District of Virginia prior to submission to this Court.

/s/ Douglas M. Foley